

1-13-04

01-13-2004

Form PTO-1594

(Rev. 10/02)

OMB No. 0651-0027 (exp. 6/30/2005)

Tab settings ⇨ ⇨ ⇨ ▼



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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Wachovia Bank, National Association

- ☐ Individual(s) ☒ Association
☐ General Partnership ☐ Limited Partnership
☐ Corporation-State
☐ Other _____

Additional name(s) of conveying party(ies) attached? ☐ Yes ☒ No

3. Nature of conveyance:

- ☐ Assignment ☐ Merger
☐ Security Agreement ☐ Change of Name
☒ Other Release of Security Interest

Execution Date: 11/12/2003

2. Name and address of receiving party(ies)

Name: Orange County Transportation Authority

Internal

Address: _____

Street Address: 555 S. Main Street

City: Orange State: CA Zip: 92613

- ☐ Individual(s) citizenship _____
☐ Association _____
☐ General Partnership _____
☐ Limited Partnership _____
☐ Corporation-State _____
☒ Other Public Agency

If assignee is not domiciled in the United States, a domestic representative designation is attached: ☐ Yes ☐ No
 (Designations must be a separate document from assignment)
 Additional name(s) & address(es) attached? ☐ Yes ☐ No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s) N/A

B. Trademark Registration No.(s) 2,176,198;

2,258,405; 2,261,847; 2,422,438

Additional number(s) attached ☐ Yes ☒ No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Nossaman, Guthner, Knox & Elliott

Internal Address: Attn: Barney A. Allison, Esq.

Street Address: 445 S. Figueroa St., Ste 3100

City: Los Angeles State: CA Zip: 90071

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41) \$ 115.00

- ☒ Enclosed
☐ Authorized to be charged to deposit account

8. Deposit account number:

N/A

DO NOT USE THIS SPACE

9. Signature.

Brooke Blau

Name of Person Signing

Signature

1/12/04

Date

Total number of pages including cover sheet, attachments, and document: 8

01/13/2004 LMJELLER 00000120 2176198

Mail documents to be recorded with required cover sheet information to:
 Commissioner of Patent & Trademarks, Box Assignments
 Washington, D.C. 20231

01 FC:8521
 02 FC:8522

40.00 OP
 75.00 OP

TRADEMARK
 REEL: 002894 FRAME: 0696

**RELEASE OF SECURITY INTEREST
IN TRADEMARKS**

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, Wachovia Bank, National Association, as Trustee, with principal offices at 5847 San Felipe, Suite 1050, Houston, Texas 77057 (the "Trustee") hereby (a) releases Orange County Transportation Authority, a public agency organized under the laws of the State of California ("OCTA"), with principal offices at 550 South Main Street, Orange, California 92868, from the Trustee's security interest in (i) all of OCTA's right, title and interest in and to the United States trademarks, trademark registrations and trademark applications (except for intent to use applications for trademark registrations filed pursuant to Section 1(b) of the Lanham Act unless and until an Amendment to Allege Use or a Statement of Use under Sections 1(c) and 1(d) of the Lanham Act has been filed) (the "Marks") set forth on Schedule A attached hereto as acquired by the Trustee pursuant to that certain Grant of Security Interest in Trademarks, dated as of January 3, 2003, between the Trustee and OCTA, (ii) all proceeds and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same; and (b) concurrently re-assigns and grants the same to OCTA.

THIS RELEASE and re-assignment is made to acknowledge the satisfactory performance and payment in full of all the Secured Claims of OCTA, as such term is defined in the Security Agreement, Pledge and Assignment, dated as of July 25, 2001, between California Private Transportation Authority, L.P. and the Trustee, as amended by Amendment No. 1 to Security Agreement, Pledge and Assignment, dated as of January 3, 2003, between OCTA and the Trustee (as amended from time to time, the "Security Agreement").

This Release has been granted in conjunction with the security interest granted to the Trustee under the Security Agreement. The rights and remedies of the Trustee with respect to the security interest released herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Release are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

IN WITNESS WHEREOF, the undersigned have executed this Release as of the 12th day of November, 2003.

WACHOVIA BANK, NATIONAL
ASSOCIATION, a national banking association
acting as Trustee

By: Kevin M. Dobrava
Name: KEVIN E. DOBRAVA
Title: Vice President

ORANGE COUNTY TRANSPORTATION
AUTHORITY

By: _____
Arthur T. Leahy, Chief Executive Officer

Approved as to Form:

By: _____
Kennard R. Smart, Jr., Esq.
General Counsel to OCTA

IN WITNESS WHEREOF, the undersigned have executed this Release as of the 12th day of November, 2003.

WACHOVIA BANK, NATIONAL
ASSOCIATION, a national banking association
acting as Trustee

By: _____
Name: _____
Title: _____

ORANGE COUNTY TRANSPORTATION
AUTHORITY

By: Arthur T. Leahy
Arthur T. Leahy, Chief Executive Officer

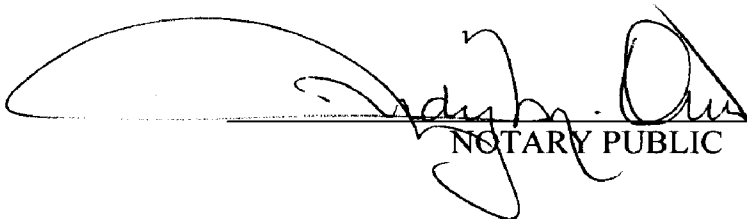
Approved as to Form:

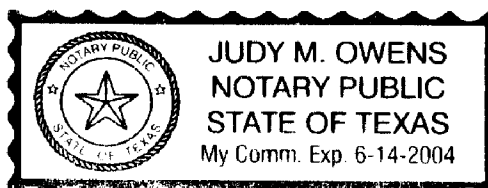
By: Kennard R. Smart, Jr.
Kennard R. Smart, Jr., Esq.
General Counsel to OCTA

STATE OF Texas)
) ss.
COUNTY OF Harris)

On January 6, 2004, before me, the undersigned, a Notary Public in and for said County and State, personally appeared Kevin M. Dobrava, personally known to me or proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument, and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.


NOTARY PUBLIC



STATE OF California)
) ss.
COUNTY OF Orange)

On December 23, 2002, before me, the undersigned, a Notary Public in and for said County and State, personally appeared Kennord R. Smart, Jr., personally known to me or proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/~~are~~ subscribed to the within instrument, and acknowledged to me that he/~~she/they~~ executed the same in his/~~her/their~~ authorized capacity(ies), and that by his/~~her/their~~ signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

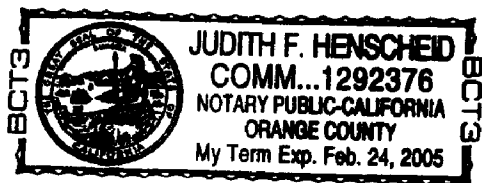


Connie Jo Smith
NOTARY PUBLIC

STATE OF California)
) ss.
COUNTY OF Orange)

On December 24, 2003, before me, the undersigned, a Notary Public in and for said County and State, personally appeared Arthur T. Leahy, personally known to me or proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument, and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.



Judith F. Henscheid
NOTARY PUBLIC

SCHEDULE A

MARK	REG. NO.	REG. DATE
The Lane Change That Could Change Your Life	2,176,198	July 28, 1998
The Toll Road Without Toll Booths	2,258,405	July 6, 1999
91 Express Lanes	2,261,847	July 20, 1999
3+ Lane	2,422,438	January 23, 2001

283755

RECORDED: 01/13/2004

TRADEMARK
REEL: 002894 FRAME: 0703